

UNITED STATES DISTRICT COURT
FOR THE DISTRICT COURT OF MASSACHUSETTS

_____)	
FRED DEN, individually and on behalf of)	
all others similarly situated,)	
Plaintiff,)	
)	
v.)	Civil Action No. 03-12211DPW
)	
KAREN A. WALKER, EDWARD H. SNOWDEN)	
COMMUNICATIONS GROUP, INC.,)	
Defendants.)	
_____)	

**DEFENDANTS' MOTION TO DISMISS THE AMENDED
CONSOLIDATED CLASS ACTION COMPLAINT**

Pursuant to Rules 9(b) and 12(b) of the Federal Rules of Civil Procedure, defendants Karen A. Walker, Edward H. Snowden, and Boston Communications Group, Inc. move to dismiss the Amended Consolidated Class Action Complaint in the above-captioned matter. The grounds in support of this Motion are set forth in the accompanying Memorandum of Law, which is incorporated herein by reference.

WHEREFORE, defendants respectfully request, for the reasons set forth in their Memorandum of Law, that this Court:

1. Dismiss the Complaint with prejudice, without leave to replead;
2. Award to the defendants their reasonable attorneys' fees and expenses; and
3. Award such other relief as is fair and just.

REQUEST FOR ORAL ARGUMENT

Pursuant to Local Rule 7.1(D), the defendants, Karen A. Walker, Edward H. Snowden, and Boston Communications Group, Inc. respectfully request a hearing on their Motion to Dismiss the Amended Consolidated Class Action Complaint. The

defendants reasonably believe that oral argument will assist the Court in determining the issues presented.

KAREN A. WALKER, EDWARD H.
SNOWDEN and BOSTON
COMMUNICATIONS, GROUP, INC.,

By their attorneys,

/s/ Lisa M. Cameron

Jeffrey B. Rudman (BBO #433380)

Andrea J. Robinson (BBO #556337)

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Dated: May 10, 2004

**CERTIFICATE OF COMPLIANCE
PURSUANT TO LOCAL RULE 7.1(a)(2)**

I, Lisa M. Cameron, hereby certify that on May 10, 2004, pursuant to Local Rule 7.1(a)(2), I conferred with Lisa Buckser-Schulz, Esq., counsel for plaintiffs, and we were unable, in good faith, to resolve the issues that are the subject of this motion.

/s/ Lisa M. Cameron
Lisa M. Cameron

CERTIFICATE OF SERVICE

I, Lisa M. Cameron, hereby certify that on May 10, 2004, I caused a copy of the foregoing document to be served by overnight mail to counsel who are not listed to receive service electronically.

/s/ Lisa M. Cameron

Lisa M. Cameron